



Federal Communications Commission
Washington, D.C. 20554

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Univision Communications, Inc
c/o Lauren Lynch Flick, Esq
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2300 N Street, N.W.
Washington, DC 20037

Re: Applications For Transfer of Control of Hispanic Broadcasting Corp., and Certain Subsidiaries, Licensees of KGBT(AM), Harlingen, TX *et al*

Dear Counsel:

The staff has under consideration applications to transfer control of Hispanic Broadcasting Corporation and certain subsidiaries ("HBC"), which are licensees of 57 full-service radio stations, to Univision Communications, Inc. ("Univision"). The National Hispanic Policy Institute ("NHPI") has filed a Petition to Deny questioning, among other things, the relationship between Univision and Entravision Communications Corporation (Entravision), which owns and controls 17 full-service television stations and 52 full-service radio stations.¹ Both HBC and Univision have filed Oppositions, and NHPI has filed a Consolidated Reply. By this letter we seek additional information to aid in our review of the applications.

As set forth in the applications, Univision currently holds a 9.86% voting interest in Entravision. Univision stated in the applications that it would convert this interest into a "non-voting, non-attributable stock interest."² As a result of a staff request, Univision amended its showing to add that "[d]irectors previously elected to the Entravision Board by [Univision] have resigned."³ Univision further states in the amendment that "[a]s [Univision] will not have an attributable interest in Entravision at the time of consummation, Entravision's broadcast ownership interests are not addressed further herein."⁴ NHPI has challenged Univision's assertion that its post-consummation interest is nonattributable. In order to clarify Univision's post-consummation interest in Entravision, we request complete answers to the following inquiries:

- The class or classes of Entravision shares Univision will hold after consummation (including those shares that are not currently voting) and their rights with respect to the Entravision Board of

¹ On September 3, 2002, Elgin FM Limited Partnership also filed a pleading objecting to the transfer applications

² Applications for Transfer of Control, Exhibit 16, Footnote 1

³ August 28, 2002 Amendment, Footnote 1

⁴ August 28, 2002 Amendment

Directors. Will the class or classes of shares held after consummation provide Univision with the right to elect or designate members to the Entravision Board of Directors? Will they **carry** with them other **rights** with respect to the Entravision Board of Directors? Please identify any other rights those shares may carry with respect to the operation and management of Entravision. ..

- Attached to NHPI's Reply is a Consolidated Balance Sheet for the period ending December 31, 2001, that shows accounts payable owed to Univision from Entravision. Does Univision currently have accounts payable owed to it from Entravision? Please explain the origination and nature of such accounts, as well as explain why or why not such accounts should be included in the equity/debt plus calculation. Provide an audited financial statement to support any factual assertions, and a detailed showing demonstrating compliance with the Equity/Debt Plus Rule.'

The requested information must be accompanied by a declaration of a person having personal knowledge of the truth of any factual statements made.⁵ The applicants should provide the requested information as soon as possible, but in any event within 10 days from the receipt of this letter. The Petitioners will be provided 7 days from receipt of the information from the applicants to file a response.

Sincerely,

Barbara A. Kreisman
Chief, Video Division
Media Bureau

cc: National Hispanic Policy Institute
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⁵ 47 C.F.R. §73.3555, Note 2(i).

⁶ See 47 C.F.R. § 1.16.